

This listing of claims will replace all prior versions, and listings, of claims in the application:

Listing of Claims:

1. (Amended) A zoom lens system comprising in order from an object side to an image side:
 - a first lens unit having a positive optical power;
 - a second lens unit having a positive optical power, the second lens unit having, in order from the object side to the image side, a first lens subunit having one of a positive optical power and a negative optical power, and a second lens subunit having a positive optical power; and
 - a third lens unit having a negative optical power,wherein a spacing between the first lens unit and the second lens unit and a spacing between the second lens unit and the third lens unit are changed during zooming, and
at least the first lens unit and the third lens unit are moved toward the object side, and in the second lens unit, the second lens subunit is moved toward the object side such that the spacing between the first lens subunit and the second lens subunit is changed during focusing on an object at a short distance from an object at infinity in at least one zoom position.
2. (Cancelled)
3. (Original) The zoom lens system according to claim 1, wherein the spacing between the first lens subunit and the second lens subunit is increased during focusing on an object at short distance from an object at infinity at a wide-angle end.
4. (Original) The zoom lens system according to claim 1, wherein the spacing between the first lens subunit and the second lens subunit is reduced during focusing on an object at a short distance from an object at infinity at a telephoto end.
5. (Original) The zoom lens system according to claim 1, wherein the following expressions are satisfied:

$$0.3 < |F3/Fw| < 0.7$$

$$1.0 < \beta_{3w} < 2.0$$

where F_w represents a focal length of the entire zoom lens system at a wide-angle end, F_3 represents a focal length of the third lens unit, and β_{3w} represents a lateral magnification of the third lens unit at the wide-angle end.

6. (Original) The zoom lens system according to claim 1, wherein the following expression is satisfied:

$$0.03 < |F_{2b}/F_{2a}| < 0.4$$

where F_{2a} represents a focal length of the first lens subunit, and F_{2b} represents a focal length of the second lens subunit.

7. (Original) The zoom lens system according to claim 1, wherein the spacing between the first lens subunit and the second lens subunit is changed during zooming.

8. (Original) The zoom lens system according to claim 1, wherein the first lens subunit comprises, in order from the object side to the image side, a meniscus negative lens element which has a concave surface toward the object side and a positive lens element which has a convex surface with a higher optical power on the object side than on the image side.

9. (Original) The zoom lens system according to claim 1, wherein the first lens subunit comprises a positive lens and a negative lens.

10. (Original) The zoom lens system according to claim 1, wherein the second lens subunit comprises, in order from the object side to the image side, a lens component having a negative optical power, an aperture stop, and a positive lens element having an aspheric surface on the image side.

11. (Original) The zoom lens system according to claim 1, wherein the third lens unit comprises, in order from the object side to the image side, a positive lens element having an aspheric surface and a negative lens element having a concave surface with a higher optical power on the object side than on the image side.

12. (Original) A camera comprising:
- the zoom lens system according to claim 1; and
 - a finder system which has an optical axis different from an optical axis of the zoom lens system.